

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF OHIO**

VICTORIA'S SECRET STORES BRAND
MANAGEMENT, INC.,

Plaintiff,

v.

DEB SHOPS, INC.,

Defendant.

CASE NO. 2:13-cv-1224

**COMPLAINT AND
DEMAND FOR JURY TRIAL**

Plaintiff, Victoria's Secret Stores Brand Management, Inc., ("Victoria's Secret") for its Complaint against Defendant, Deb Shops, Inc. ("Defendant"), states and alleges as follows:

NATURE OF THE ACTION

1. This is an action by Victoria's Secret to combat and cease Defendant's sale of infringing and counterfeit products bearing Victoria's Secret's trademarks and proprietary trade dress. As a direct and proximate result of Defendant's unlawful distribution and sale of such unlicensed, infringing, and counterfeit products, Victoria's Secret is irreparably harmed. Victoria's Secret seeks permanent injunctive relief, damages, costs and attorney's fees as authorized by the Lanham Act and Ohio law.

JURISDICTION AND VENUE

2. This Court has original subject matter jurisdiction over the claims in this action pursuant to the provisions of the Lanham Act, 15 U.S.C. § 1051 *et seq.*; 15 U.S.C. § 1121; 28 U.S.C. § 1338(a) and (b); and 28 U.S.C. § 1331. This Court has jurisdiction over the claims in this action that arise under the laws of the State of Ohio pursuant to 28 U.S.C. § 1367(a) because the state law claims are so related to the federal claims that they form part of the same case or controversy and derive from a common nucleus of operative facts.

3. This Court may properly exercise personal jurisdiction over Defendant because Defendant: (1) transacts business within the State of Ohio and this District; (2) has committed the tortious acts specified herein within the State of Ohio; and (3) has committed tortious acts without the State of Ohio causing injury to persons or property within the State of Ohio, and either regularly does or solicits business, engages in other persistent course of conduct, and/or derives substantial revenue from goods used or consumed or services rendered in the State of Ohio.

4. Venue is proper in this judicial District pursuant to 28 U.S.C. § 1391(b) and (c). The wrongful acts alleged herein have been committed in this District. Further, Defendant is subject to personal jurisdiction in this District, a substantial part of the events giving rise to Victoria's Secret's claims occurred in this District, and the intellectual property that is the subject of this action is located and maintained in this District.

THE PARTIES

5. Victoria's Secret is a corporation organized and existing under the laws of the State of Delaware with its principal place of business at Three Limited Parkway, Columbus, Ohio 43230.

6. Upon information and belief, Defendant is a corporation organized and existing under the laws of the Commonwealth of Pennsylvania with its principal place of business in Philadelphia, Pennsylvania.

7. Defendant owns and operates retail stores and conducts business at various locations within 42 states, including the State of Ohio and this District. These include at least the following locations:

Arkansas

- 5111 Rogers Avenue, Space 192, Fort Smith, Arkansas 72903

Arizona

- 1445 W Southern Avenue, Suite 1250, Mesa, Arizona 85202
- 9617 N Metro Parkway W, Suite 1052, Phoenix, Arizona 85051

Colorado

- 14200 E Alameda Avenue, Space 2043-a, Aurora, Colorado 80012
- 1710 Briar Gate Boulevard, Space 499, Colorado Springs, Colorado 80920
- 750 Citadel Drive East, #2184, Colorado Springs, Colorado 80909
- 2424 US Highway 6 and 50, Space 214, Grand Junction, Colorado, 81505
- 14500 W Colfax Avenue, Suite 450, Lakewood, Colorado 80401
- 8501 W Bowles Avenue, Space 1C548, Littleton, Colorado 80123

Connecticut

- 470 Lewis Avenue, Space 1016, Meriden, Connecticut 06451
- 1201 Boston Post Road, Space 1000, Milford, Connecticut 06460
- 495 Union Street, Space 1062, Waterbury, Connecticut 06706
- 167 North Parkway, Waterford, Connecticut 06385

Delaware

- 3238a Kirkwood Highway, Wilmington, Delaware 19808

Georgia

- 2150 E Walnut Avenue, Dalton, Georgia 30721

Idaho

- 350 N Milwaukee Street, Suite 1137, Boise, Idaho 83704
- 1485 Poleline Rd E, Space 153, Twin Falls, Idaho 83301

Illinois

- 2228 Fox Valley Center, Space D-18, Aurora, Illinois 60504
- 402 Stratford Square Mall, Space D 02, Bloomingdale, Illinois 60108
- 1615 E Empire Street, Suite 29, Bloomington, Illinois 61701
- 1600 State Route 50, Space 448, Bourbonnais, Illinois 60914
- 62 River Oaks Center Drive, Space D13, Calumet City, Illinois 60409
- 7601 South Cicero Avenue, Suite 1486, Chicago, Illinois 60652
- 444 Chicago Ridge Mall A117, Chicago Ridge, Illinois 60415
- 2917 N Vermilion Street, Suite 30, Danville, Illinois 61832

- 122 St Clair Square, Space 122, Fair View Heights, Illinois 62208
- 1220 Hickory Point Mall, Forsyth, Illinois 62535
- 6170 W. Grand Avenue, Store #309, Gurnee, Illinois 60031
- 3000 W Deyoung Street, Space 716, Marion, Illinois 62959
- 4500 16th Street, Suite 185, Moline, Illinois 61265
- 7501 W Cermak Road D3, North Riverside, Illinois 60546
- 2200 W War Memorial Drive, Space Au01B, Peoria, Illinois 61613
- 3349 Quincy Mall, Quincy, Illinois 62301
- 7200 Harrison Avenue, Space E-19, Rockford, Illinois 61112
- 2501 W Wabash, Lower Level B10, Springfield, Illinois 62704
- 1524 Spring Hill Mall, Suite 1524, West Dundee, Illinois 60118

Indiana

- 757 E Lewis And Clark Parkway, Space 338, Clarksville, Indiana 47129
- 3701 S Main Street, Space 140, Elkhart, Indiana 46517
- 1138 Washington Square Mall, Evansville, Indiana 47715
- 4201 Coldwater Space, Ft. Wayne, Indiana 46805
- 1251 US Highway 31 N, Space G02A, Greenwood, Indiana 46142
- 6020 E 82nd Street, Space 718 A, Indianapolis, Indiana 46250
- 2415 Sagamore Parkway South, Space B O1A, Lafayette, Indiana 47905
- 6501 N. Grape Road, Space 114, Mishawaka, Indiana 46545
- 1629 W Mcgalliard, Muncie, Indiana 47304
- 313 Metropolis Mile, Suite 120, Plainfield, Indiana 46168
- 3801 East Main Street, Space 747, Richmond, Indiana 47374
- 3401 S US Highway 41, Suite H 6, Terre Haute, Indiana 47802

Iowa

- 4444 First Avenue Ne, Suite 79, Cedar Rapids, Iowa 52402
- 3271 Marketplace Drive, Space C1, Council Bluffs, Iowa 51501
- 902 West Kimberly Road, Suite 4, Davenport, Iowa 52806
- 3800 Merle Hay Road, Suite 1301, Des Moines, Iowa 50310
- 555 John F Kennedy Road, Suite 471, Dubuque, Iowa 52002
- 4400 Sergeant Road, Sioux City, Iowa 51106

Kansas

- 2204 E. Kansas Avenue, Garden City, Kansas 67846
- 1500 E 11th Avenue, Suite 18, Hutchinson, Kansas 67501
- 20339 W 151st Street, Space 339, Olathe, Kansas 66061
- 11149 W. 95th Street, Space 148a, Overland Park, Kansas 66214
- 1801 SW Wanamaker F-7, Topeka, Kansas 66604
- 7700 E Kellogg Drive, Suite 53, Wichita, Kansas 67207

- 4600 West Kellogg Drive Space Q 06b Wichita, Kansas 67209

Kentucky

- 2134 Mall Circle Road, Florence, Kentucky 41042
- 3615 Nicholasville Road, Suite H848, Lexington, Kentucky 40503
- 4521 Outer Loop Drive, Louisville, Kentucky 40219
- 1 Levee Way, Suite 2108, Newport, Kentucky 41071
- 2091 Lantern Ridge Drive, Building X, Suite 700, Richmond, Kentucky 40475

Massachusetts

- 1775 Washington Street, Suite 217, Hanover, Massachusetts 02339
- 50 Holyoke Street, Space D-256, Holyoke, Massachusetts 01040
- Old State Road, Space D-112, Lanesborough, Massachusetts 01237
- 999 S Washington Street, N. Attleboro, Massachusetts 02760
- 1277 Broadway, Saugus, Massachusetts 01906
- 1655 Boston Road, Unit D 10, Springfield, Massachusetts 01129
- 262 Swansea Mall Drive, Store 639, Swansea, Massachusetts 02777
- 2 Galleria Mall Drive, Space A-103, Taunton, Massachusetts 02780
- 7 Neponset Street, Space W236, Worcester, Massachusetts 01606

Maryland

- 698 Baltimore Pike, Space H8, Bel Air, Maryland 21014
- 15619 Emerald Way, Space F 05, Bowie, Maryland 20716
- 17301 Valley Mall Road, Space 462, Hagerstown, Maryland 21740
- 1262 Vocke Road, La Vale, Maryland 21502
- 2300 N Salisbury Boulevard, Space C-121, Salisbury, Maryland 21801
- 11110 Mall Circle, Space Q 14, Waldorf, Maryland 20603
- 400 N Center Street, 137-139, Westminster, Maryland 21157
- 11160 Veirs Mill Road, Space 4a, Wheaton, Maryland 20902
- 8200 Perry Hall Boulevard, Suite 2265, White Marsh, Maryland 21236

Maine

- 15 Stephen King Drive, Suite 7, Augusta, Maine 04330
- 550 Center Street, Store B-6, Auburn, Maine 04210
- 663 Stillwater Ave Space D4 6, Bangor, Maine 04401
- 830 Main Street, Unit 18, Presque Isle, Maine 04769
- 220 Main Mall Roads 220, S. Portland, Maine 04106

Michigan

- 1357 S Main Street, Adrian, Michigan 49221
- 3380 Fairlane Drive, Allen Park, Michigan 48101
- 5775 Beckley Road, Suite 333, Battle Creek, Michigan 49015
- 4101 E Wilder Road C315, Bay City, Michigan 48706
- 1800 Pipestone Road M20, Benton Harbor, Michigan 49022
- 12245 S Beyer Road, Suite A130, Birch Run, Michigan 48415
- 9820 Village Place Boulevard, Brighton, Michigan 48116
- 4190 E Court Street, Suite 301, Burton, Michigan 48509
- 50467 Waterside Drive, Chesterfield, Michigan 48051
- 3327 S. Linden Road, Space 330, Flint, Michigan 48507
- 4350 24th Avenue, Suite 608, Fort Gratiot, Michigan 48059
- 3631 28th Street SE, Grand Rapids, Michigan 49512
- 3286 Alpine Avenue Nw, Suite D Grand Rapids, Michigan 49544
- 3700 Rivertown Parkway 2001, Grandville, Michigan 49418
- 1138 Jackson Crossing F-108, Jackson, Michigan 49202
- 5398 W Saginaw Highway, Lansing, Michigan 48917
- 6800 Eastman Avenue, Suite D-136, Midland, Michigan 48642
- 2121 N Monroe Street, Unit 400, Monroe, Michigan 48162
- 4176 E. Blue Grass Road, Unit 6, Mt. Pleasant, Michigan 48858
- 5600 Harvey Street, Suite 1008, Muskegon, Michigan 49444
- 1982 W Grand River Avenue 805, Okemos, Michigan 48864
- 6650 S Westnedge Avenue, Space 253, Portage, Michigan 49024
- 32271 Gratiot Avenue, Space 710, Roseville, Michigan 48066
- 4630 Fashion Square Mall B-226, Saginaw, Michigan 48604
- 13943 Hall Road, Shelby Township, Michigan 48315
- 22291 Eureka Road, Taylor, Michigan 48180
- 3200 S Airport Road-West, Space 514, Traverse City, Michigan 49684
- 622 W 14 Mile Road, Space 361, Troy, Michigan 48083
- 35685 Warren Road, Westland, Michigan 48185
- 1036 28th Street Sw, Wyoming, Michigan 49509

Minnesota

- 1401 Paul Bunyan Drive, Space 5, Bemidji, Minnesota 56601
- 303 Northtown Drive, Space 303, Blaine, Minnesota 55434
- 151 N Ring Road, Mall of America, Bloomington, Minnesota 55425
- 2040 Burnsville Center, Space 2040, Burnsville, Minnesota 55306
- 12646 Riverdale Boulevard, Coon Rapids, Minnesota 55448
- 1600 Miller Trunk Highway, Suite 106, Duluth, Minnesota 55811
- 1850 Adams Street, Space 102, Mankato, Minnesota 56001
- 3001 White Bear Avenue N, Space 2001, Maplewood, Minnesota 55109
- 325 Willow Bend, Minneapolis, Minnesota 55428

- 4603 Maine Avenue SE, Suite 107, Rochester, Minnesota 55904
- 4201 W Division Street, Suite 53, St. Cloud, Minnesota 56301

Missouri

- 501 Branson Landing Boulevard, Branson, Missouri 65616
- 2300 Bernadette Drive, Columbia, Missouri 65203
- 5555 St Louis Mills Boulevard, Hazelwood, Missouri 63042
- 18813 E 39th, Suite 1080, Independence, Missouri 64057
- 3600 Country Club Drive, Jefferson City, Missouri 65109
- 101 Range Line Road, Space 352, Joplin, Missouri 64801
- 3702 Frederick Boulevard, Space 38, St. Joseph, Missouri 64506
- 2825 South Glenstone Avenue F-04, Springfield, Missouri 65804
- 459 S County Centerway, St. Louis, Missouri 63129
- 1600 Mid Rivers Mall, Space 1226, St. Peters, Missouri 63376

Montana

- 300 S 24th Street, Space E 13, Billings, Montana 59102

North Carolina

- 400 Four Seasons Town Center, Suite 235, Greensboro, North Carolina 27407
- 11025 Carolina Place Parkway, Suite B-01, Pineville, North Carolina 28134
- 4325 Glenwood Avenue, Suite 1053, Raleigh, North Carolina 27612
- 3320 Silas Creek Parkway, Suite 720, Winston-Salem, North Carolina 27103

North Dakota

- 862 Kirkwood Mall, Space 0, Bismarck, North Dakota 58504
- 2800 Columbia Road, Space 338-340, Grand Forks, North Dakota 58201

Nebraska

- 3404 W. 13th Street, Unit 124, Grand Island, Nebraska 68803
- 226 Gateway Mall, Unit F 612, Lincoln, Nebraska 68505
- 3001 South 144th Street, Suite 1135, Omaha, Nebraska 68144
- 10000 California Street, Suite 2525, Omaha, Nebraska 68114

New Hampshire

- 310 Daniel Webster Highway, Space W171, Nashua, New Hampshire 03060
- 99 Rockingham Park Boulevard, Space W 169, Salem, New Hampshire 03079

New Jersey

- 130 Black Horse Pike, Suite #210, Audubon, New Jersey 08106
- 2000 Route 38, Suite 2020, Cherry Hill, New Jersey 08002
- 1750 Deptford Center Road, Space 2063, Deptford, New Jersey 08096
- 1000 Kapkowski Road, Space 450, Elizabeth, New Jersey 07201
- 301 Mt. Hope Avenue, Space 1088a, Rockaway, New Jersey 07866
- 3849 Delsea Drive B-6, Vineland, New Jersey 08360

New Mexico

- 4601 E Main Avenue, Space 920, Farmington, New Mexico 87402
- 4250 Cerrillos Road, Space 1080, Santa Fe, New Mexico 87507

New York

- 120 Washington Avenue B-113, Albany, New York 12203
- 1579 Clark Street, Space B-13, Aurburn, New York 13022
- 3701 McKinley Parkway, Space 224, Bladesdell, New York 14219
- 3801 Union Road, Cheektowaga, New York 14225
- 4081 New York 31, Space C132, Clay, New York 13041
- 3300 Chambers Road S, Space M-9, Horsehead, New York, 14845
- 601 Harry L Drive, Space 59/60, Johnson City, New York 13790
- 1300 Ulster Avenue, Suite 222, Kingston, New York 12401
- 524 Chautauqua Mall 524, Lakewood, New York 14750
- 6031 Mall Road, Saint Lawrence Centre, Massena, New York 13662
- 700 Patchogue Yaphank Road 700-8, Medford, New York 11763
- 1 N Galleria Drive, Middleton, New York 10941
- 1 Sangertown Square, Space E-03, New Hartford, New York 13413
- 2022 Military Road, Niagara Falls, New York 14304
- 60 Smithfield Boulevard, Space C-114, Plattsburgh, New York 12901
- 578 Aviaton Mall A-102 Queensbury, New York 12804
- 401 Miracle Mile Road, Suite B-19, Rochester, New York, 14623
- 2 Campbell Road, Space D-114, Schenectady, New York 12306
- 9643 Carousel Center Drive, Space D-105, Syracuse, New York, 13290
- 21182 Salmon Run Mall Loop W C-112, Watertown, New York 13601
- 100 Main Street, Suite 305, White Plains, New York 10601
- 4545 Transit Road, Store 646, Williamsville, New York 14221

Ohio

- 2000 Brittain Road, Suite 80, Akron, Ohio 44310
- 3315 North Ridge East, Unit 420, Ashtabula, Ohio, 44004
- 9911 Avon Lake road, Unit 435, Burbank, Ohio 44214

- 4050 Tuscarawas Street West, Canton, Ohio 44708
- 4601 Eastgate Boulevard, Suite D-658, Cincinnati, Ohio 45245
- 9693 Colerain Avenue, Space 96, Cincinnati, Ohio 45251
- 2721a Eastland Mall, Unit C-8, Columbus, Ohio 43232
- 2700 Miamisburg Centerville Road, Dayton, Ohio 45459
- 5043 Tuttle Crossing Boulevard, Suite 251-A, Dublin, Ohio 43016
- 3343 Midway Mall, Space D6, Elyria, Ohio 44035
- 771 South 30th Street, Suite 9055, Heath, Ohio 43056
- 1260 South Holland Sylvania Road, Space 45, Holland, Ohio 43528
- 1635 River Valley Circle South, Space 765, Lancaster, Ohio 43130
- 2400 Elida Road, Space 120, Lima, Ohio 45805
- 705 Richland Mall, Unit B-7, Mansfield, Ohio 44906
- 7850 Mentor Avenue, Space 586a, Mentor, Ohio 44060
- 400 Mill Avenue SE, Suite 725, New Philadelphia, Ohio 44663
- 5555 Youngstown-Warren Road, Suite 404, Niles, Ohio 44446
- 372 Great Northern Mall, North Olmsted, Ohio 44070
- 7945 West Ridgewood Road, Space 75, Parma, Ohio 44129
- 987 East Ash Street, Suite 129, Piqua, Ohio 45356
- 4314 Milan Road, Unit 305, Sandusky, Ohio 44870
- 1475 Upper Valley Pike 434, Springfield, Ohio 45504
- 67800 Mall Road, Unit 875, St. Clairsville, Ohio 43950
- 100 Southpark Center, Space AI 100, Strongsville, Ohio 44136
- 35375 N. Maple Avenue, Suite 158, Zanesville, Ohio 43701

Oklahoma

- 6319 SW 3rd Street, Space B, Oklahoma City, Oklahoma 73127
- 7419 South Olympia Avenue West, Space A11, Tulsa, Oklahoma, 74132
- 4107 South Yale, Suite 222, Tulsa, Oklahoma 74135

Oregon

- 1600 North Riverside, Space 1007, Medford, Oregon 97501
- 942 Lloyd Center, Suite 1329-c, Portland, Oregon 97232
- 401 Center Street NE, Suite 189, Salem, Oregon 97301

Pennsylvania

- 5580 Goods Lane, Suite 1108, Altoona, Pennsylvania 16602
- 118 Neshaminy Mall, Space 118, Bensalem, Pennsylvania 19020
- 101 Clearview Circle, Space 105, Butler, Pennsylvania 16001
- 864 Chambersburg Mall Space 714 Chambersburg, Pennsylvania 17201
- 5522 Shaffer Road, Dubois, Pennsylvania 15801
- 123 Palmer Park Mall, Space 148, Easton, Pennsylvania 18045

- 26 Westside Mall 55, Edwardsville, Pennsylvania 18704
- 635 Millcreek Mall, Erie, Pennsylvania 16565
- 120 Exton Square Parkway, Exton, Pennsylvania 19341
- 410 Schuylkill Mall, Store 410, Frackville, Pennsylvania 17931
- 4600 Jonestown Road, 42B, Harrisburg, Pennsylvania 17109
- 20 Laurel Mall, Hazelton, Pennsylvania 18201
- 500 Galleria Drive, Suite 196, Johnstown, 15904
- 391 Park City Center, Space C-391, Lancaster, Pennsylvania 17601
- 35 S. Willowdale Drive Suite 721 Lancaster, Pennsylvania 17602
- 2300 E Lincoln Highway Store 165 Langhorne, Pennsylvania 19047
- 380 Beaver Valley Mall Suite 350 Monaca, Pennsylvania 15061
- 242 Monroeville Mall, Monroeville, Pennsylvania 15146
- 3400 Aramingo Avenue, Space 3412, Philadelphia, Pennsylvania 19134
- 2329 Cottman Avenue, Space 19, Philadelphia, Pennsylvania 19149
- 1770 Park Manor Boulevard, Pittsburgh, Pennsylvania 15205
- 351 W Schuylkill Road, C-1, Pottstown, Pennsylvania 19465
- 3050 Fifth Street Highway, Store 76, Reading, Pennsylvania 19605
- 100 Viewmont Mall, Space 840, Scranton, Pennsylvania 18508
- 1 Susquehanna Valley Mall Drive, Space A-13, Selinsgrove, Pennsylvania 17870
- 136 Stroud Mall, Space 136, Stroudsburg, Pennsylvania 18360
- 424 Pittsburgh Mills Circle, Tarentum, Pennsylvania 15084
- 3075 Clairton Road, Space 850, West Mifflin, Pennsylvania 15123
- 128 Lehigh Valley Mall, Store 128, Whitehall, Pennsylvania 18052
- 360 Kidder Street, Suite 2, Wilkes Barre, Pennsylvania 18702
- 1665 State Hill Road, Space 200, Wyomissing, Pennsylvania 19610
- 2899 Whiteford Road, Box #4, Space 288, York, Pennsylvania 17402

Rhode Island

- 622 George Washington Highway, Space A4, Lincoln, Rhode Island 02865

South Carolina

- 2150 Northwoods Boulevard, Unit C-6, Charleston, South Carolina 29406

South Dakota

- 2200 N Maple Avenue, Space 232, Rapid City, South Dakota 57701
- 4001 W 41st Street, Space 990, Sioux Falls, South Dakota 57106

Tennessee

- 2801 Wilma Rudolph Boulevard, Suite 685, Clarksville, Tennessee 37040
- 200 NW Paul Huff Highway, Suite 8, Cleveland, Tennessee 37312

- 1000 Rivergate Parkway, Space 1110, Goodlettsville, Tennessee 37072
- 2101 Fort Henry Drive, Space 3-22, Lower Level, Kingsport, Tennessee 37664
- 7600 Kingston Place, Space 1176a, Knoxville, Tennessee 37919

Texas

- 7701 I-40 West, Space 272, Amarillo, Texas 79121
- 4800 South Hulen Street, Suite 1200, Fort Worth, Texas 76132
- 1774 Green Oaks Road, Suite 1774, Fort Worth, Texas 76116
- 3000 Grapevine Mills Parkway, Suite 312, Grapevine, Texas 76051
- 20131 Highway 59 2216, Humbel, Texas 77338
- 2100 S W S Young Drive, Suite 1016, Killeen, Texas 76543
- 6301 NW Loop 410, Space Lo 7, San Antonio, Texas 78238
- 3111 Midwestern Parkway, Suite 116, Wichita Falls, Texas 76308

Utah

- 3651 Wall Avenue, Suite 1086, Ogden, Utah 84405
- 575 E University Parkway, Suite H 148, Orem, Utah 84097
- 1200 Town Centre, Space 2120, Provo, Utah 84601
- 10450 S. State Street, Space 1130, Sandy, Utah 84070
- 1770 E Red Cliffs Drive, Store 104, St. George, Utah 84790

Virginia

- 500 Gate City Highway, Space 220, Bristol, Virginia 24201
- 862 New River Road, Christianburg, Virginia 24073
- 325 Piedmont Drive, Space 420, Danville, Virginia 24540
- 3102 Plank Road, Unit 630, Fredricksburg, Virginia 22407
- 1925 E Market Street 323, Harrisonburg, Virginia 22801
- 8300 Sudley Road, Space I-4, Manassas, Virginia 20109
- 12300 Jefferson Avenue, Space 420, Newport News, Virginia 23602
- 4501-a S Laburnum Avenue, Space 140, Richmond, Virginia 23231
- 1850 Apple Blossom Drive, Space N 174, Winchester, Virginia 22601

Vermont

- 155 Dorset Street, Suite B 1, South Burlington, Vermont 05403

Washington

- 1101 Supermall Way, Suite 1125, Auburn, Washington 98001
- 4750 N Division Street 122, Spokane, Washington 99207
- 14700 E Indiana Avenue 2164, Spokane, Washington 99216

Wisconsin

- 4301 W Wisconsin Avenue, Space 118, Appleton, Wisconsin 54913
- 4800 Golf Road 84, Eau Claire, Wisconsin 54701
- 835 W Johnson Street H-11, Fond Du Lac, Wisconsin 54935
- 295 Bay Park Square, Space 299, Green Bay, Wisconsin 54304
- 5300 S 76th Street 1310, Greendale, Wisconsin 53129
- 3800 State Road 16, Suite 177, La Crosse, Wisconsin 54601
- 39 East Towne Mall E538, Madison, Wisconsin 53704
- 5538 Durand Avenue, Unit 164, Racine, Wisconsin 53406
- 3347 Kohler Memorial Drive, Space E05 - E05A, Sheboygan, Wisconsin 53081
- 5505 Center Street, Space A-108, Wausau, Wisconsin 54403

West Virginia

- 775 Mall Road, Store 775, Barboursville, West Virginia 25504
- 261 Mercer Mall Road, Space 240, Bluefield, West Virginia 24701
- 3000 Charleston Town Center, Space C-1, Charleston, West Virginia 25389
- 800 Foxcroft Avenue, Space 422, Martinsburg, West Virginia 25401
- 75 Crossroads Mall, Store E-10, Mount Hope, West Virginia 25880
- 100 Grand Central Avenue, Grand Central Mall, Parkersburg, West Virginia 26101

Wyoming

- 601 SE Wyoming Boulevard, Space 1174, Casper, Wyoming 82609
- 1400 Dell Range Boulevard, Space 93, Cheyenne, Wyoming 82009

The foregoing stores shall be referred to herein as the “Defendant Stores”.

8. Defendant also conducts its retail business through its website, www.debshops.com (hereinafter, the “Defendant Website”).



9. Defendant uses the Defendant Stores and the Defendant Website to transact its infringing and unlawful activities in the State of Ohio and this District by selling and offering for sale merchandise that is counterfeit and infringing.


FACTS COMMON TO ALL COUNTS**A. The Famous Victoria's Secret Trademarks and Trade Dress**

10. Victoria's Secret is well known throughout the United States and beyond as a source of premium apparel and beauty and personal care products and related goods and services.

11. Victoria's Secret has used the VICTORIA'S SECRET PINK trademark in the United States in connection with apparel and related products and services since at least as early as 2001. Through its active sales and promotional efforts, Victoria's Secret has established the PINK trademark itself as a premiere brand that is well recognized throughout United States and elsewhere.

12. Victoria's Secret's rights in and to the PINK trademark are embodied, in part, in the following United States Registrations:

Registration No.	Mark	Registration Date	Class(es)
2,820,380	VICTORIA'S SECRET PINK	Mar. 2, 2004	25
2,992,758	VICTORIA'S SECRET PINK	Sept. 6, 2005	25
3,226,760	VICTORIA'S SECRET PINK	April 10, 2007	20, 24
3,234,287	PINK DOG	April 24, 2007	25
3,386,282	PHI BETA PINK	Feb. 19, 2008	24, 25
3,502,263	VICTORIA'S SECRET PINK	Sept. 16, 2008	35
3,520,974	VICTORIA'S SECRET PINK	Oct. 21, 2008	3
3,544,100	DRENCHED IN PINK	Dec. 9, 2008	3
3,565,927	PINK IS LIFE	Jan. 20, 2009	35
3,631,914	SQUEAKY PINK	June 2, 2009	3
3,665,102	PINK UNIVERSITY	Aug. 4, 2009	16, 18, 25
3,726,618	PINK ME UP	Dec. 15, 2009	3
3,729,795	PINK NATION	Dec. 22, 2009	35
3,750,738	PINK U	Feb. 16, 2010	25
3,782,747	LIVE PINK	April 27, 2010	3
3,805,362	LOVE PINK  VICTORIA'S SECRET	June 22, 2010	25
3,840,101	PINK  NATION	Aug. 31, 2010	35

Registration No.	Mark	Registration Date	Class(es)
3,853,421	LIFE IS PINK	Sept. 28, 2010	3
3,883,774	HOPE PINK	Nov. 30, 2010	3
3,940,420	 Word portion: 1986 PINK NATION VICTORIA'S SECRET	Apr. 5, 2011	35
3,992,764	VICTORIA'S SECRET PINK	July 12, 2011	25
3,993,100	I ONLY SLEEP IN PINK	July 12, 2011	25
4,010,593	ALOHA PINK	Aug. 9, 2011	3
4,061,503	HOT FOR PINK	Nov. 22, 2011	3
4,061,574	MAKE ME PINK	Nov. 22, 2011	3
4,061,578	FOREVER PINK	Nov. 22, 2011	3
4,097,199	GIVE A LITTLE PINK	Feb. 7, 2012	3
4,097,220	MERRY MERRY PINK	Feb. 7, 2012	3
4,164,695	OH WHAT FUN IS PINK	June 26, 2012	3
4,219,269	PINK BEACH	Oct. 2, 2012	3
4,336,625	LIFE IS PINK IS LIFE	May 21, 2013	35

True and correct copies of all of the foregoing registrations are attached as **Exhibit A** and are incorporated herein by reference.

13. The trademarks reflected in Exhibit A are valid and have not been licensed to Defendant for use in any manner whatsoever.

14. Victoria's Secret has used the 86 trademark in connection with apparel and related products and services since at least as early as 2005.

15. Victoria's Secret's rights in and to the 86 mark are embodied, in part, in the following United States Registrations:

Registration No.	Mark	Registration Date	Class(es)
3,490,221	86	Aug. 19, 2008	25
3,684,473	86	Sept. 15, 2009	20, 24

True and correct copies of the foregoing registrations are attached hereto as **Exhibit B** and are incorporated herein by reference.

16. The trademarks reflected in Exhibit B are valid and have not been licensed to Defendant for use in any manner whatsoever.

17. The trademarks described in paragraphs 9 through 15, above, are referred to herein collectively as the “VS PINK Trademarks”.

18. Since long prior to the acts of Defendant complained of herein, Victoria’s Secret has sold its VS PINK-branded apparel products with a distinctive overall appearance and design (hereinafter referred to as the “VS PINK Trade Dress”). The VS PINK Trade Dress features distinctive collegiate-style lettering as well as distinctive collegiate-style designs such as crests and laurels. Examples of VS PINK-branded products featuring the distinctive VS PINK Trade Dress are attached hereto as **Exhibit C** and incorporated herein by reference.

19. Products featuring the VS PINK Trademarks and Trade Dress are sold throughout the United States in Victoria’s Secret retail stores, including in dedicated VS PINK brand store sections; freestanding PINK stores; the Victoria’s Secret catalogue; and online at both www.victoriasecret.com and www.VSPink.com. Victoria’s Secret’s store signage and window displays oftentimes present Victoria’s Secret’s retail locations as VS PINK branded or featuring VS PINK branded merchandise.

B Victoria’s Secret Has Invested Significant Resources In Its Trademarks And Trade Dress And They Have Become Valuable Assets

20. The VS PINK Trademarks and Trade Dress are distinctive and signify to members of the consuming public that products that come from Victoria’s Secret are manufactured to the highest standard of quality.

21. Victoria’s Secret has, with consistent and earnest effort, marketed and publicized its distinctive and high-quality apparel and related products and services to American consumers. Victoria’s Secret’s clear and consistent marketing message has been that its apparel and related

products and services represent the highest quality. As a result of the high quality of apparel and related products and services Victoria's Secret has provided to its customers, and its reputation as a premier retailer of such high-quality apparel and related products and services, the VS PINK Trademarks and Trade Dress have become valuable assets and are famous.

22. Victoria's Secret has spent millions of dollars promoting the VS PINK Trademarks and Trade Dress. As a direct result of this time and effort promoting the VS PINK Trademarks and Trade Dress, Victoria's Secret's customers, its competitors, and the general public have come to associate the high quality apparel and related products and services offered by Victoria's Secret with its use of the VS PINK Trademarks and Trade Dress.

23. For example, Victoria's Secret has extensively promoted the VS PINK Brand in social media, including on Facebook, where the brand has over one million "fans" and over thirteen million "likes." In addition, since as early as 2006, popular, national publications such as *Seventeen*, *People*, and *Cosmopolitan* have featured VS PINK branded products in fashion editorials, and the VS PINK Brand has been covered in mainstream news and business publications including *The New York Times*, *Newsday*, *The Boston Herald*, *The Chicago Sun-Times* and *The Columbus Dispatch*, among others.

24. The "PINK NATION" feature on the Victoria's Secret website, located at pink.victoriassecret.com, which provides special promotional offers to fans of the VS PINK brand, has nearly seven million total registered users and is growing daily. Customers can join the "PINK NATION" either by registering online or by downloading iPad and phone "apps," the latter of which allows users to access to additional VS PINK-branded experiences, activities, interactions and ecommerce opportunities. Over three million of the "PINK NATION" registered users have downloaded the PINK NATION app for iPhone or Android.

25. Plaintiff also has prominently featured its VS PINK branded products in the Victoria's Secret Fashion Show, an annual television broadcast on the CBS network that has become one of the most anticipated fashion events of the year, boasting viewership of more than ten million in recent years. Plaintiff also actively promotes its VS PINK Brand on college campuses throughout the country, with the assistance of more than 100 campus representatives, and by organizing promotional events featuring high profile musical acts and other celebrities.

26. As a result of these promotional efforts, and Victoria's Secret's commitment to providing high quality goods and services, Plaintiff's VS PINK Brand has become a dominant lifestyle brand targeting college girls and celebrating campus life. In December 2012, the fashion trade journal Women's Wear Daily ranked Victoria's Secret's VS PINK Brand among the Top 100 most recognized fashion brands in the U.S., based on a survey of women aged 13 to 64, at # 94. In the same survey, Victoria's Secret's VICTORIA'S SECRET brand was ranked as the # 1 most recognized fashion brand in the country.

27. Products bearing Victoria's Secret's VS PINK Trademarks have been very successful, yielding sales in excess of \$6 billion through 2012. Sales of products bearing the VS PINK Trademarks now exceed \$1.5 billion annually.

28. Products bearing the VS PINK Trademarks and Trade Dress have been widely accepted by the public and are enormously popular, as demonstrated the extraordinarily high volume of VS PINK brand sales each year. As a direct result of Victoria's Secret's substantial investment in and to the VS PINK Trademarks and Trade Dress, the VS PINK Trademarks and Trade Dress have become famous.

29. This enormous popularity is not without cost, as evidenced by the increasing number of infringers and counterfeiters in the United States and around the world. Indeed, it is a

modern irony that companies measure success by the extent of their infringing and counterfeiting problem.

30. Victoria's Secret has gone to great lengths to protect and enforce the VS PINK Trademarks and Trade Dress. Victoria's Secret's efforts to protect the VS PINK brand are rigorous and Victoria's Secret actively pursues infringers who violate Victoria's Secret's rights in and to the VS PINK Trademarks and Trade Dress.

C. Defendant's Unlawful Conduct

31. In late October 2013, Victoria's Secret became aware that Defendant is involved in the sale of infringing and counterfeit apparel products bearing the VS PINK Trademarks and Trade Dress to the general public using the Defendant Stores and the Defendant Website.

32. On or about November 6, 2013, Victoria's Secret's counsel sent a letter to Defendant demanding that it cease and desist sales of any and all infringing and counterfeit products bearing the VS PINK Trademarks and Trade Dress or colorable imitations thereof. A true and correct copy of Victoria's Secret's November 6, 2013 letter is attached hereto as **Exhibit D**.

33. On or about November 7, 2013, Defendant's counsel telephoned counsel for Victoria's Secret and left a voicemail claiming that sales of all infringing and counterfeit products bearing the VS PINK Trademarks and Trade Dress had ceased.

34. Despite Defendant's assertion that sales of all infringing and counterfeit products bearing the VS PINK Trademarks and Trade Dress had ceased, as of the date of this Complaint, infringing and counterfeit products bearing the VS PINK Trademarks and Trade Dress were and are still available for sale on the Defendant Website. Examples of Defendant's infringing and counterfeit apparel products are attached hereto as **Exhibit E** and incorporated herein by reference.

35. As evidenced by the examples set forth in Exhibit E, Defendant is infringing Victoria's Secret's rights in and to the VS PINK Trademarks and Trade Dress.

FIRST CLAIM FOR RELIEF

(Trademark Infringement 15 U.S.C. § 1114, § 1125)

36. Victoria's Secret repeats and alleges the allegations set forth in paragraphs 1 through 35 above, as if set forth fully herein.

37. Victoria's Secret owns the exclusive rights to the VS PINK Trademarks. Victoria's Secret's use of the VS PINK Trademarks in the United States predates that of Defendant.

38. Notwithstanding Victoria's Secret's well known and prior common law and statutory rights in the VS PINK Trademarks, Defendant has, with actual and constructive notice of Victoria's Secret's federal rights, and long after Victoria's Secret established its rights in the Victoria's Secret Trademarks, adopted and used the VS PINK Trademarks in conjunction with the purchase, distribution, offer of sale, and sale of apparel products in interstate commerce. The apparel products sold by Defendant bearing the VS PINK Trademarks are counterfeit.

39. Defendant's use of the VS PINK Trademarks without the authorization of Victoria's Secret is likely to deceive and cause confusion, mistake, or deception among consumers or potential consumers as to the source or origin of Defendant's goods and the sponsorship or endorsement of those goods by Victoria's Secret.

40. Defendant's use of the VS PINK Trademarks without the authorization of Victoria's Secret is likely to deceive and cause confusion, mistake, or deception among consumers or potential consumers as to the source or origin of Victoria's Secret's goods and the sponsorship or endorsement of those goods by Defendant.

41. Victoria's Secret has not authorized, licensed, or otherwise condoned or consented to Defendant's use of the VS PINK Trademarks.

42. Such confusion, deception, or mistake has occurred as a direct result of Defendant's use of the VS PINK Trademarks in connection with the display, advertising, and promotion of the counterfeit apparel products.

43. Despite the fact that Defendant has actual knowledge of Victoria's Secret's rights in and to the VS PINK Trademarks, Defendant has used, and upon information and belief, will continue to use the VS PINK Trademarks in complete disregard of Victoria's Secret's rights.

44. Defendant has misappropriated Victoria's Secret's substantial rights in and to the VS PINK Trademarks, as well as the goodwill associated therewith. Unless restrained and enjoined by this Court, such conduct will permit Defendant to gain an unfair competitive advantage over Victoria's Secret, enjoy the selling power of the VS PINK Trademarks, allow Defendant to improperly blunt and interfere with Victoria's Secret's continued promotion and expansion of the VS PINK Trademarks, and allow Defendant to palm off products as those being produced by, sponsored or authorized by Victoria's Secret.

45. Upon information and belief, the acts of Defendant alleged in paragraphs 1 through 44 above were committed with full knowledge of Victoria's Secret's rights and with the intention of deceiving and misleading the public.

46. Upon information and belief, the acts of Defendant alleged in paragraphs 1 through 45 above were committed with full knowledge of Victoria's Secret's rights and with the intention of causing harm to Victoria's Secret.

47. Defendant's infringing activities will continue to cause irreparable injury to Victoria's Secret if Defendant is not restrained by the Court from further violation of Victoria's Secret's rights.

48. As a direct and proximate result of Defendant's unlawful infringement, Victoria's Secret has suffered damages and will continue to suffer damages in an amount that is not presently ascertainable, but will be proven at trial.

SECOND CLAIM FOR RELIEF

(Unfair Competition and False Designation of Origin 15 U.S.C. § 1125(a))

49. Victoria's Secret repeats and realleges the allegations set forth in paragraphs 1 through 48 above, as if set forth fully herein.

50. Victoria's Secret owns the exclusive rights to the VS PINK Trademarks. Victoria's Secret's use of the VS PINK Trademarks in the United States predates that of Defendant.

51. Notwithstanding Victoria's Secret's well known and prior common law and statutory rights in the VS PINK Trademarks, Defendant has, with actual and constructive notice of Victoria's Secret's federal registration rights, and long after Victoria's Secret established its rights in the VS PINK Trademarks, adopted and used the VS PINK Trademarks in conjunction with the purchase, distribution, offer of sale, and sale of apparel products in interstate commerce. The apparel products bearing the VS PINK Trademarks are counterfeit.

52. Defendant's use of the VS PINK Trademarks without the authorization of Victoria's Secret is likely to deceive and cause confusion, mistake, or deception among consumers or potential consumers as to the source or origin of Defendant's goods and the sponsorship or endorsement of those goods by Victoria's Secret.

53. Defendant's use of the VS PINK Trademarks without the authorization of Victoria's Secret is likely to deceive and cause confusion, mistake, or deception among consumers or potential consumers as to the source or origin of Victoria's Secret's goods and the sponsorship or endorsement of those goods by Defendant.

54. Victoria's Secret has not authorized, licensed, or otherwise condoned or consented to Defendant's use of the VS PINK Trademarks.

55. Such confusion, deception, or mistake has occurred as a direct result of Defendant's use of the VS PINK Trademarks in connection with the display, advertising, and promotion of the counterfeit apparel products.

56. Despite the fact that Defendant has actual knowledge of Victoria's Secret's rights in and to the VS PINK Trademarks, Defendant has used, and upon information and belief, will continue to use the VS PINK Trademarks in complete disregard of Victoria's Secret's rights.

57. Defendant has misappropriated Victoria's Secret's substantial rights in and to the VS PINK Trademarks, as well as the goodwill associated therewith. Unless restrained and enjoined by this Court, such conduct will permit Defendant to gain an unfair competitive advantage over Victoria's Secret, enjoy the selling power of the VS PINK Trademarks, allow Defendant to improperly blunt and interfere with Victoria's Secret's continued promotion and expansion of the VS PINK Trademarks, and allow Defendant to palm off products as those being produced by, sponsored or authorized by Victoria's Secret.

58. Upon information and belief, the acts of Defendant alleged in paragraphs 1 through 57 above were committed with full knowledge of Victoria's Secret's rights and with the intention of deceiving and misleading the public.

59. Upon information and belief, the acts of Defendant alleged in paragraphs 1 through 58 above were committed with full knowledge of Victoria's Secret's rights and with the intention of causing harm to Victoria's Secret.

60. Defendant's infringing activities will continue to cause irreparable injury to Victoria's Secret if Defendant is not restrained by the Court from further violation of Victoria's Secret's rights.

61. As a direct and proximate result of Defendant's unlawful infringement, Victoria's Secret has suffered damages and will continue to suffer damages in an amount that is not presently ascertainable, but will be proven at trial.

THIRD CLAIM FOR RELIEF

(Dilution of Famous Mark 15 U.S.C. § 1125(c))

62. Victoria's Secret repeats and realleges the allegations set forth in paragraphs 1 through 61 above, as if set forth fully herein.

63. As a result of Victoria's Secret's continuous promotion of its products in conjunction with the VS PINK Trademarks and the substantial investment in building the strength and recognition of the VS PINK Trademarks, the VS PINK Trademarks have become recognized as distinctive and famous.

64. Defendant's use in commerce of the VS PINK Trademarks began after the VS PINK Trademarks became famous and has caused dilution of the distinctive quality of the marks. Defendant's acts of dilution are blurring the distinctiveness of the VS PINK Trademarks and tarnishing the distinctiveness of the VS PINK Trademarks.

65. Such dilution has occurred as a direct result of Defendant's display, advertising, and promotion, both in-store and otherwise, of the counterfeit apparel products.

66. Upon information and belief, Defendant intended to trade on Victoria's Secret's reputation and/or to cause dilution of the famous VS PINK Trademarks.

67. Unless Defendant's conduct is enjoined, Defendant will continue its acts of dilution and Victoria's Secret and its goodwill and reputation will suffer irreparable injury.

68. As a direct and proximate result of Defendant's unlawful dilution, Victoria's Secret has suffered damages and will continue to suffer damages in an amount that is not presently ascertainable, but will be proven at trial.

FOURTH CLAIM FOR RELIEF

(Trade Dress Infringement 15 U.S.C. § 1125(a))

69. Victoria's Secret repeats and realleges the allegations set forth in paragraphs 1 through 68 above, as if set forth fully herein.

70. As a result of the tremendous amount of time, money, and effort Victoria's Secret has spent promoting its products in conjunction with its distinctive VS PINK Trade Dress, Victoria's Secret's unique VS PINK Trade Dress has become recognizable to consumers as a designation of origin specifically identifying Victoria's Secret as the source of its apparel products and related products and services.

71. Victoria's Secret's VS PINK Trade Dress is nonfunctional, distinctive, fanciful and entitled to trade dress protection.

72. Victoria's Secret's use of the VS PINK Trade Dress predates any alleged use by Defendant in the United States.

73. Notwithstanding Victoria's Secret's well known and prior common law rights in the VS PINK Trade Dress, Defendant has, with actual and constructive notice of Victoria's Secret's rights, and long after Victoria's Secret established its rights in the VS PINK Trade

Dress, adopted and used the VS PINK Trade Dress in conjunction with the purchase, distribution, offer of sale, and sale of apparel products in interstate commerce.

74. Defendant's use of the VS PINK Trade Dress without the authorization of Victoria's Secret is likely to deceive and cause confusion, mistake, or deception among consumers or potential consumers as to the source or origin of Defendant's goods and the sponsorship or endorsement of those goods by Victoria's Secret.

75. Defendant's use of the VS PINK Trade Dress without the authorization of Victoria's Secret is likely to deceive and cause confusion, mistake, or deception among consumers or potential consumers as to the source or origin of Victoria's Secret's goods and the sponsorship or endorsement of those goods by Defendant.

76. Victoria's Secret has not authorized, licensed, or otherwise condoned or consented to Defendant's use of the VS PINK Trade Dress.

77. Such confusion, deception, or mistake has occurred as a direct result of Defendant's use of the VS PINK Trade Dress in connection with the display, advertising, and promotion of the counterfeit apparel products.

78. Despite the fact that Defendant has actual knowledge of Victoria's Secret's rights in and to the VS PINK Trade Dress, Defendant has used, and upon information and belief, will continue to use the VS PINK Trade Dress in complete disregard of Victoria's Secret's rights.

79. Defendant has misappropriated Victoria's Secret's substantial rights in and to the VS PINK Trade Dress, as well as the goodwill associated therewith. Unless restrained and enjoined by this Court, such conduct will permit Defendant to gain an unfair competitive advantage over Victoria's Secret, enjoy the selling power of the VS PINK Trade Dress, allow Defendant to improperly blunt and interfere with Victoria's Secret's continued promotion and

expansion of the VS PINK Trade Dress, and allow Defendant to palm off products as those being produced by, sponsored or authorized by Victoria's Secret.

80. Upon information and belief, the acts of Defendant alleged in paragraphs 1 through 79 above were committed with full knowledge of Victoria's Secret's rights and with the intention of deceiving and misleading the public.

81. Upon information and belief, the acts of Defendant alleged in paragraphs 1 through 80 above were committed with full knowledge of Victoria's Secret's rights and with the intention of causing harm to Victoria's Secret.

82. Defendant's infringing activities will continue to cause irreparable injury to Victoria's Secret if Defendant is not restrained by the Court from further violation of Victoria's Secret's rights.

83. As a direct and proximate result of Defendant's unlawful infringement, Victoria's Secret has suffered damages and will continue to suffer damages in an amount that is not presently ascertainable, but will be proven at trial.

FIFTH CLAIM FOR RELIEF

(Deceptive and Unfair Trade Practices Under Ohio State Law § 4165.02)

84. Victoria's Secret hereby repeats and realleges the allegations set forth in paragraphs 1 through 83, above, as if set forth fully herein.

85. Through the conduct described herein, Defendant has engaged in unfair competition and deceptive trade practices in violation of Ohio Revised Code § 4165.02.

86. Upon information and belief, the acts of Defendant alleged in paragraphs 1 through 85 above were committed with full knowledge of Victoria's Secret's rights and with the intention of causing confusion and mistake; deceiving and misleading the public; and

misrepresenting the affiliation, connection, or sponsorship of the Defendant's goods and commercial activities with Victoria's Secret.

87. As a direct and proximate result of Defendant's unlawful activities, Victoria's Secret has and continues to suffer damages in an amount which is not presently ascertainable but will be established at trial.

88. The acts of Defendant complained of herein have caused and, unless enjoined by this Court, are likely to continue to cause Victoria's Secret to suffer irreparable harm.

SIXTH CLAIM FOR RELIEF

(Unfair Competition Under Ohio State Law)

89. Victoria's Secret hereby repeats and realleges the allegations set forth in paragraphs 1 through 88, above, as if set forth fully herein.

90. Victoria's Secret's use of the VS PINK Trademarks and Trade Dress predates any alleged use by Defendant.

91. Defendant's actions in connection with the sale, promotion, and advertising of its goods is likely to deceive and cause confusion and mistake among consumers as to the source or origin of the goods provided by or sold by Defendant and the sponsorship or endorsement of those goods provided by or sold by Victoria's Secret.

92. Victoria's Secret has never authorized, licensed, or otherwise condoned or consented to Defendant's use of the VS PINK Trademarks and Trade Dress.

93. The aforesaid acts of Defendant constitute unfair competition under the common law of Ohio.

94. Upon information and belief, the acts of Defendant alleged in paragraphs 1 through 93 above were committed with full knowledge of Victoria's Secret's rights and with the

intention of causing confusion and mistake; deceiving and misleading the public; and misrepresenting the affiliation, connection, or sponsorship of the Defendant's goods and commercial activities with Victoria's Secret.

95. As a direct and proximate result of Defendant's unlawful activities, Victoria's Secret has and continues to suffer damages in an amount which is not presently ascertainable but will be established at trial.

96. The acts of Defendant complained of herein have caused and, unless enjoined by this Court, are likely to continue to cause Victoria's Secret to suffer irreparable harm.

PRAYER FOR RELIEF

WHEREFORE, Victoria's Secret prays that the Court enter an Order against Defendant as follows:

- 1) Permanently enjoining Defendant, its officers, agents, servants, employees and attorneys, and all those in active concert or participation with it, from:
 - a) further infringing the VS PINK Trademarks and Trade Dress by distributing, circulating, selling, marketing, offering for sale, advertising, promoting, displaying or otherwise disposing of any counterfeit apparel products, including, but not limited to apparel products and related merchandise bearing any simulation, reproduction, counterfeit, copy or colorable imitation of the VS PINK Trademarks and Trade Dress;
 - b) using any simulation, reproduction, counterfeit, copy or colorable imitation of the VS PINK Trademarks and Trade Dress in connection with the promotion, advertisement, display, sale, offer for sale, circulation or distribution (including, but not limited to, through use of the Defendant Stores) of counterfeit apparel products in such fashion as to relate or connect, or tend to relate or connect, such products in any way to

Victoria's Secret, or to any goods sold, manufactured, sponsored or approved by, or connected with Victoria's Secret;

c) making any statement or representation whatsoever, or using any false designation of origin or false description, or performing any act, which can or is likely to lead the trade or public, or individual members thereof, to believe that any products manufactured, distributed or sold by Defendant are in any manner associated or sponsored by or connected with Victoria's Secret, or are sold, manufactured, licensed, sponsored, approved, or authorized by Victoria's Secret;

d) engaging in any other activity constituting unfair competition with Victoria's Secret, or constituting an infringement of the VS PINK Trademarks and Trade Dress or of Victoria's Secret's rights in, or to use, or to exploit the VS PINK Trademarks and Trade Dress, or constituting any dilution of any of the VS PINK Trademarks and Trade Dress;

e) effecting assignments or transfers, forming new entities, or associations or utilizing any other device for the purpose of circumventing or otherwise avoiding the prohibitions set forth in Subparagraphs (a) through (d);

f) secreting, destroying, altering, removing, or otherwise dealing with the counterfeit apparel products or any books or records which may contain any information relating to the importing, manufacturing, producing, distributing, circulating, selling, marketing, offering for sale, advertising, promoting, or displaying of all counterfeit apparel products which infringe the VS PINK Trademarks and Trade Dress; and

g) aiding, abetting, contributing to, or otherwise assisting anyone from infringing upon the VS PINK Trademarks and Trade Dress.

2) Directing that Defendant deliver for destruction all counterfeit apparel products, including apparel products and labels, signs, prints, packages, dyes, wrappers, receptacles, and advertisements relating thereto in its possession or under its control bearing the VS PINK Trademarks and Trade Dress or any simulation, reproduction, counterfeit, copy, or colorable imitations thereof, and all plates, molds, heat transfers, screens, matrices and other means of making the same.

3) Consistent with all relief available to Victoria's Secret as an owner of registered trademarks pursuant to 15 U.S.C. § 1114, directing such other relief as the Court may deem appropriate to prevent the trade and public from gaining the erroneous impression that any products sold or otherwise circulated or promoted by Defendant are in any manner associated or sponsored by or connected with Victoria's Secret, or are sold, manufactured, licensed, sponsored, approved, or authorized by Victoria's Secret.

4) That Victoria's Secret be awarded from Defendant three times Victoria's Secret's damages from and three times of each of Defendant's profits there from, after an accounting, or, in the alternative statutory damages, should Victoria's Secret opt for such relief, consisting of Two Hundred Thousand Dollars (\$200,000.00) for each of the VS PINK Trademarks and for the VS PINK Trade Dress infringed upon by the Defendant, and to the extent this Court concludes such infringement was willful, Two Million Dollars (\$2,000,000), for each of the VS PINK Trademarks and for the VS PINK Trade Dress infringed upon by the Defendant, pursuant to 15 U.S.C. §§ 1114, 1117, and 1125(a).

5) Awarding Victoria's Secret its reasonable attorney's fees and investigative fees pursuant to 15 U.S.C. § 1117.

6) Awarding Victoria's Secret its costs in bringing this action.

7) Awarding Victoria's Secret any further relief that this Court deems just and proper.

DEMAND FOR JURY TRIAL

Pursuant to Federal Rule of Civil Procedure 38(b), Victoria's Secret hereby demands a trial by jury of all issues so triable.

Dated: December 10, 2013

Respectfully submitted,

/s/ Meredith M. Wilkes

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